

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11 Case No.
 :
LEHMAN BROTHERS HOLDINGS INC., *et al.*, : 08-13555 (JMP)
 :
Debtors. : (Jointly Administered)
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**ORDER DENYING MOTION OF MICHAEL K. MCCULLY AND MICHAEL J.
MULLEN PURSUANT TO FED. R. BANKR. P. 7023 TO CERTIFY A CLASS OF
RSU CLAIMANTS, APPOINT CLASS COUNSEL AND CLASS REPRESENTATIVES
AND APPROVE THE FORM AND MANNER OF NOTICE TO CLASS MEMBERS**

Upon consideration of the Motion Pursuant to Fed. R. Bankr. P. 7023 to Certify a Class of RSU and CSA Claimants, Appoint Class Counsel and Class Representatives, and Approve the Form and Manner of Notice to Class Members, ECF No. 29256, dated July 6, 2012 (the "Motion"); and upon consideration of the Objection of Lehman Brothers Holdings Inc. to the Motion, filed August 9, 2012, ECF No. 29924, and the amendment thereto, filed August 22, 2012, ECF No. 30327; and the arguments of counsel; and the Court having held a hearing on the Motion on August 23, 2012; and after due deliberation and sufficient cause appearing therefor, and for the reasons set forth in the objection and those stated in the record; it is

ORDERED that the relief requested in the Motion is **DENIED**; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York
August 24, 2012

s/ James M. Peck
UNITED STATES BANKRUPTCY JUDGE